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7
8 Specially Appearing for Defendant,
LEMURIA COMMUNICATIONS, INC.

9
10 UNITED STATES DISTRICT COURT
11 SOUTHERN DISTRICT OF CALIFORNIA
12

13 PERFECT 10, INC., a California
corporation,

14 Plaintiff,

15 v.

16 HOTFILE CORP., a Panamanian
17 corporation; HOTFILE, LLC, a Bulgarian
limited liability company; ANTON
18 TITOV, an individual; LEMURIA
COMMUNICATIONS, INC., a Florida
19 corporation; and DOES 1 through 100,
inclusive,

20 Defendants.
21
22

Case No. 10-CV-2031 MMA
Hon. Michael M. Anello

**DECLARATION OF ANTON TITOV
IN SUPPORT OF LEMURIA
COMMUNICATIONS INC.'S
MOTION TO DISMISS**

*[Notice of Motion, Motion, Memorandum
of Points and Authorities, and Request for
Judicial Notice Filed Concurrently
Herewith]*

Hearing:

Date: January 31, 2011

Time: 2:30 p.m.

Crtrm: 5

[Complaint Filed: September 20, 2010]

DECLARATION OF ANTON TITOV

I, Anton Titov, declare as follows:

1. Appearing specially and without consenting to personal jurisdiction in this Court, I respectfully submit this declaration in support of the motion to dismiss by defendant Lemuria Communications, Inc. ("Lemuria"). I have personal knowledge of the facts stated in this declaration, and if called as a witness I could and would testify thereto.

2. I am a citizen of Russia who resides in Bulgaria.

3. I am the owner and manager of Lemuria. Lemuria is a Florida corporation with its only office located at 110 East Broward Boulevard, Suite 1736, Fort Lauderdale, Florida, 33301. A true and correct copy of Lemuria's Certificate of Good Standing, certified by the Florida Secretary of State, is attached hereto as Exhibit "A."

4. Lemuria has, at all time, maintained corporate formalities. It was duly incorporated in accordance with Florida law. It has regularly filed all necessary corporate documents with the Florida Secretary of State. It has appointed an agent for service of process in accordance with Florida law. It is adequately capitalized, *i.e.* it has and maintains funds adequate to pay for its operations and meet its obligations to creditors. It maintains financial accounts for use in its operations that are separate from the accounts of any other person or entity. I have never used Lemuria's bank account or corporate funds for my own personal use.

5. I did not form Lemuria for the purpose of engaging in the business of illegal storing, displaying and distributing the intellectual property of others. On the contrary, Lemuria was formed for the purpose of providing web-hosting services, in particular for Hotfile.com. Lemuria has a contract with Hotfile, Ltd. to provide web hosting services for Hotfile.com. It receives payment for those services only.

6. Lemuria owns servers and network hardware, and contracts with a data-center operator to house, maintain, and provide connectivity for those servers. Lemuria also contracts with Internet access providers and others as need to provide web hosting

1 services. Lemuria's servers, which host Hotfile.com, are located in Dallas, Texas.
2 Lemuria does not enlist the assistance of any California businesses, entities, or individuals
3 in connection with its provision of services for Hotfile.com. Lemuria does not have its
4 own website. Lemuria does not advertise in California or elsewhere.

5 7. Hotfile, Ltd. is a Bulgarian limited liability company with its only offices in
6 Sofia, Bulgaria. Hotfile, Ltd. is owned by Hotfile Corp., a Panamanian corporation.

7 8. Hotfile.com is a file storage and sharing service that provides users the
8 ability to upload files and generate personalized links through which those files can be
9 accessed and shared. Its services are similar to file sharing services such as Google docs,
10 Windows Live SkyDrive, and others. Lemuria does not own Hotfile.com, nor does any
11 Hotfile entity own Lemuria.

12 9. Lemuria is not involved in the day-to-day operations of Hotfile.com.
13 Lemuria is unable to discern the nature of content that is uploaded to or stored on
14 Hotfile.com unless such content is specifically brought to its attention and it is provided
15 with a URL related to that content. Lemuria lacks the ability to control content uploaded
16 to or downloaded from Hotfile.com, beyond the ability to remove specific files in response
17 to notice identifying those files and providing URLs. Lemuria has no control over where
18 the Hotfile.com service is available.

19 10. Lemuria does not conduct any business in the State of California. Lemuria
20 owns no real or personal property in California. It does not pay California income or
21 property taxes. It has no California bank or deposit accounts. Lemuria does not sell any
22 products or services to California residents or businesses. It does not transact any business
23 in California. It does not have any officers, employees, agents or representatives in
24 California, nor does it have any officers, employees, agents or representatives who have
25 visited California in order to engage in business there.

26 11. Lemuria does not contract with any California entity to receive any goods or
27 services. Lemuria does not sell monthly memberships to any services and does not sell
28 any goods or services to California residents or solicit customers in California. Lemuria

1 does not receive any revenue from Paypal or from any California corporation, business
2 entity, or individual. The only contact Lemuria ever had with California was its purchase
3 of computer servers from a company located in Fremont, California.

4 12. Prior to this litigation, Lemuria was unaware of Perfect 10's existence or its
5 pornographic works.

6 I declare under penalty of perjury under the laws of the United States of America
7 that the foregoing is true and correct, and that I executed this declaration on
8 December 20, 2010 at Sofia, Bulgaria.

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10 ANTON TITOV
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